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From:

Account Name : SALOMON HAZDAY, JR., P.A.
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FLORIDA PROFIT/NON PROFIT CORPORATION

Gladstone Holdings Corp.

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H06000052915 3

**ARTICLES OF INCORPORATION
OF
GLADSTONE HOLDINGS CORP.**

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: Gladstone Holdings Corp.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 814 Malaga Avenue, Coral Gables, Florida 33134.

ARTICLE III. PURPOSE

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. SHARES

The aggregate number of shares, which the corporation shall have authority to issue, shall be as follows:

<u>Number of Shares</u>	<u>Par Value</u>	<u>Class of Stock</u>
10,000	\$.01	Common

ARTICLE V. INITIAL OFFICERS AND DIRECTORS

Julia Serrato
Director and President
814 Malaga Avenue
Coral Gables, Florida

Jaime Serrato
Director and Secretary
814 Malaga Avenue
Coral Gables, Florida

H06000052915 3

Page 1 of 2

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H06000052915 3

ARTICLE VI. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2655 Le Jeune Road, Penthouse II, Coral Gables, Florida 33134, and the name of the initial registered agent of the corporation at that address is Salomon Hazday, Jr., P.A.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

Salomon Hazday, Jr., P.A.
2655 Le Jeune Road
Penthouse II
Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 27th day of February 2006.

SALOMON HAZDAY, JR., P.A.

By: _____

Salomon Hazday, Jr.

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for Gladstone Holdings Corp., I certify that I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Executed in the State of Florida this 27th day of February 2006

SALOMON HAZDAY, JR., P.A.

By: _____

Salomon Hazday, Jr.

H06000052915 3

Page 2 of 2